# Verde Announces Chairman, Independent Lead Director And Composition Of Board Committees

07.04.2021 | Business Wire

Verde AgriTech Plc (TSX: "NPK") (OTCQB: "AMHPF") ("Verde" or the "Company") is pleased to announce that Cristiano Veloso has been appointed Chairman of the Board of Directors (the "Board") and that Michael St Aldwyn has been appointed Lead Independent Director of the Board.

Mr. Veloso, Verde's Founder, President and Chief Executive Officer, will serve as the Chairman of the Board. The Board is composed of five independent directors and Mr. Veloso as sole executive director. The position of Chairman had been vacant since December 2013.

"Mr. Veloso has been essential in bringing the Company to its current stage of production and potential expansion, thanks to his vision, competence, and in depth understanding of the agricultural market and mining sector. This was clearly witnessed when Mr Veloso successfully reinvented the Company twice when it faced some of the world's worst recent crises, both times at a significant financial and personal sacrifice in favour of the Company and its shareholders. Therefore, it stood to reason that all five independent directors would unanimously select Mr. Veloso to serve as Chairman. On a personal note, over my 40 years career, seldom have I witnessed this level of leadership and accomplishment demonstrated by Mr. Veloso when faced with economic adversities." said Michael St Aldwyn, Lead Independent Director.

Appointment of Lead Independent Director

Michael St Aldwyn was unanimously elected by all other four independent directors to serve as Lead Independent Director. He was selected based on the exceptional breadth of his professional and corporate governance experience, as well as his strong connections in global investment markets and his long success record in Latin America and Brazil. Mr. St Aldwyn has served as a Director on Verde's Board since 2018.

As Lead Independent Director, Mr. St Aldwyn will assume the duties and responsibilities of that position, appraising the performance of the Board Chair, serving as an intermediary between the Chair, the Board and Verde's stakeholders. Mr. St. Aldwyn will also oversee the best practices of corporate governance at the corporate and Board level." I gracefully accept the choice of my fellow independent directors to serve as Lead. I look forward to representing the interests of all stakeholders as our Company moves forward at an ever-accelerating pace", said Mr. St Aldwyn.

Mr. St Aldwyn worked in Brazil from 1973-1979. Between 1979-1989, he was responsible for Latin American markets when at the New York office of ED&F Man and moving to London from 1989-1994 still with ED&F Man, an agricultural commodities trader with over 7,000 staff spread across 60 countries started in 1783. Mr. St Aldwyn then established his own company, 1994-2010, dedicated to the promotion of hedge funds. He also served as Chairman of the Anglo Brazilian Society from 1996-2002 and as a Director of BlackRock Latin American Investment Trust from 1996-2017. He is currently Chairman of Itacaré Capital Investment Ltd. He is fluent in Portuguese and in 2017 he completed a master's degree at King's College London in "Brazil in Global Perspective".

Mr. Veloso, President and CEO, commented: "On behalf of management and our shareholders, I congratulate the Board on its excellent choice of Mr. St. Aldwyn as Verde's Lead Independent Director. In this position he will add even further oversight and efficiency to corporate strategy and governance. As for my election as Chairman, it is an honour to continue to serve the Company and its Board in this position. Though it will not carry any added voting power nor remuneration of any sort, I will apply all my competence and best efforts to serve as Chairman and sole member of Verde's management on its Board."

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## Composition of the Board Committees

The Company announces that the Board has updated the composition of the Audit, Compensation, and Corporate Governance and Nominating committees that, in observing the best practices of corporate governance, are solely comprised of independent directors.

The following independent directors have been appointed to the respective Board Committees:

#### **Audit Committee**

- Renato Gomes (Chairman)
- Getúlio Fonseca
- Michael St Aldwyn

# Compensation Committee

- Getúlio Fonseca (Chairman)
- Renato Gomes
- Michael St Aldwyn

## Corporate Governance and Nominating Committee

- Michael St Aldwyn (Chairman)
- Renato Gomes
- Paulo Sérgio Machado

## Composition of the Board of Directors

The Board consists of six members and is committed to applying a robust corporate governance framework, drawing on its collective experience stewarding successful businesses in Brazil and internationally. The Board members are Cristiano Veloso (Chairman), Alysson Paolinelli, Getúlio Fonseca, Michael St Aldwyn, Paulo Sérgio Machado and Renato Gomes.

## Cristiano Veloso

Mr. Veloso earned a certificate in Sustainable Business Strategy from Harvard Business School (USA), he holds a Master's Degree from the University of East Anglia (UK) and a Bachelor of Laws Degree from the Federal University of Minas Gerais (Brazil). Cristiano has nearly two decades of experience and knowledge in the agricultural and mineral sectors. Cristiano leads Verde as an innovative company which seeks to revolutionize global production of food through sustainable technologies.

## Alysson Paolinelli

Mr. Paolinelli is the President of the Brazilian Association of Corn Producers ("Abramilho"). Mr. Paolinelli held positions such as the Brazilian Minister of Agriculture, President of the National Confederation of Agriculture, President of Minas Gerais State Bank, Congressman, Secretary of Agriculture for Minas Gerais State, and Professor and Dean of Lavras University. In 2006 he was awarded the World Food Prize. Mr. Paolinelli has been nominated for the 2021 Nobel Peace Prize.

#### Getúlio Lamartine Fonseca

Mr. Fonseca is a senior economist with over 40 years of government and consulting experience in the Brazilian resource, electrical and power generation sectors. Since 1990, Mr. Fonseca has been employed by GL Consultoria Ltda. as a consultant to the Brazilian resource, electric and power generation industries. In that role, Mr. Fonseca has assisted businesses such as Bank of Montréal, Samarco Mineração S.A., Klabin

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S.A., Alcoa Inc., KLM Aerocarto B.V., Construtora Norberto Odebrecht S.A., Acesita S.A. and Dow Corning Corporation with major projects in Brazil.

## Michael St Aldwyn

Mr. St Aldwyn worked in Brazil from 1973-1979. Between 1979-1989, he was responsible for Latin American markets when at the New York office of ED&F Man and moving to London from 1989-1994 still with ED&F Man, an agricultural commodities trader with over 7,000 staff spread across 60 countries started in 1783. Mr. St Aldwyn then established his own company, 1994-2010, dedicated to the promotion of hedge funds. He also served as Chairman of the Anglo Brazilian Society from 1996-2002 and as a Director of BlackRock Latin American Investment Trust from 1996-2017. He is currently Chairman of Itacaré Capital Investment Ltd. He is fluent in Portuguese and in 2017 he completed a master's degree at King's College London in "Brazil in Global Perspective".

## Paulo Sergio Ribeiro Machado

Mr. Machado was a former executive at Vale and has spent his career developing and operating large mining projects. From 1988 to 2002, Mr. Machado was the General Manager of Vale's Igarapé Bahia Gold Mine, at the time the largest gold producer in Latin America, where he was responsible for implementation, operation and decommissioning. Between 2002 and 2006 Mr. Machado was the Director for all iron ore mines in the central region of Minas Gerais state, overseeing management and operations of mining activities, plants and railway terminals. Mr. Machado was also a director of CEMIG, one of the largest power generators and distributors in Brazil and Subsecretary of Mines and Energy for Minas Gerais state from 2007 to 2014.

## Renato Gomes

Mr. Gomes is co-Founder & President of Pix Force, ranked as Brazil's number one artificial intelligence startup, He is also co-Founder and a Board Director of Graphite Company of the Americas, which is developing a graphite mine and processing plant in Brazil. Mr. Gomes holds a degree in electronics and a law degree both from the Federal University of Minas Gerais (Brazil), a master's degree from the London School of Economics (U.K.) and a doctorate from Georgetown University (U.S.A.). Mr Gomes is a qualified solicitor in New York, Portugal and Brazil.

#### Anywhere office policy

Since March 2020, in light of the impending Covid pandemic, all of the Company's employees that are not directly required for mining and production have been working under an anywhere office policy. The experience has been a success, with average productivity unperturbed by the arrangement and high overall employee satisfaction and engagement. Verde still maintains its physical office, which employees can use at their convenience. Considering this positive experience, the Company has decided to make the shift permanent.

Moreover, with the adoption of the anywhere office policy, the Company has been able to recruit talent from all over Brazil, today already represented by professionals based in over 40 different cities. To maximize its hiring policy, Verde has adopted artificial intelligence based psychological appraisal of candidates to ensure that new professionals are working in the best position for their personality, experience and motivation.

"The long-term commitment to an anywhere office policy has allowed Verde to attract unimaginable talent to the Company and to be competitive when attracting new talent that would usually have favoured other companies. The result was the independent award of Great Place to Work and triple digit growth in the workforce in 2020, both strong endorsements to this work policy. On a personal note, at all levels we can see benefits, in my case, for example, the anywhere policy has allowed me to carry out in day as many video conference calls with customers that it would have taken me a week to meet in person. Declared, President and CEO, Cristiano Veloso.

The anywhere office policy has been implemented across the Company, allowing employees work remotely

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from anywhere across the globe during the pandemic, but also in a post-Covid scenario.

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Subscribe to receive the Company's monthly updates at: http://cloud.marketing.verde.ag/InvestorsSubscription

The last edition of the newsletter can be accessed at: http://bit.ly/InvestorsNL-February2021

Q4 and FY 2020 Results Conference Call

The Company will host a conference call today, Wednesday, April 7, 2021 at 11:00 pm Eastern Daylight Time (4:00 pm British Summer Time), to discuss Q4 and FY 2020 results and provide an update. Subscribe using the link below and receive the conference details by email.

Date: Wednesday, April 7, 2021

Time: 11:00 am Eastern Daylight Time (4:00 pm British Summer Time)

Subscription link: http://bit.ly/VerdeAgriTech--Q4-FY-2020

The Company's full year and fourth quarter financial statements and related notes for the period ended December 31, 2020 are available to the public on SEDAR at www.sedar.com and the Company's website at www.investor.verde.ag/.

About Verde AgriTech

Verde AgriTech promotes sustainable and profitable agriculture through the development of its Cerrado Verde Project. Cerrado Verde, located in the heart of Brazil's largest agricultural market, is the source of a potassium-rich deposit from which the Company intends to produce solutions for crop nutrition, crop protection, soil improvement and increased sustainability.

Cautionary Language and Forward-Looking Statements

This news release contains "forward-looking information" and "forward-looking statements" (collectively, "forward-looking statements") within the meaning of the applicable Canadian securities legislation. The Cautionary Language and Forward-Looking Statements can be accessed at this link.

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